



— NIAGARA PENINSULA —  
CONSERVATION FOUNDATION

## **BOARD OF DIRECTORS MEETING MINUTES**

**FDN-BOD-03-23**

**11:30 a.m.**

**May 19, 2023**

**3292 Sixth Avenue, Jordan, ON**

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### **ATTENDANCE**

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#### **BOARD OF DIRECTORS**

Mike Balsom, Director

Donna Cridland, Treasurer

Barbara Greenwood, Vice-Chair

Diana Huson, Director

#### **NPCA**

Chandra Sharma, CAO

Grant Bivol, Clerk

Lise Gagnon, Director, Corporate Services, NPCF Assistant Treasurer

Jeff Sinibaldi, Manager, Strategic Business Planning and Public Relations

Gina Shaule, Administrative Assistant

#### **ABSENT (WITH REGRETS)**

Tom Insinna, Chair

#### **OTHERS PRESENT**

John Metcalfe, NPCA Vice Chair

Vice Chair Greenwood called the meeting to order at 11:46 a.m..

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### **1. ADOPTION OF AGENDA**

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1.1 Addition of items

1.2 Change in order of items

### 1.3 Motion to approve agenda

**Resolution No. BOD-17-23:**

Moved by: Member Cridland

Seconded by: Member Balsom

**THAT** the agenda for the NPCF Board of Directors Meeting dated May 19, 2023, **BE APPROVED** as presented.

**CARRIED**

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## 2. DECLARATION OF CONFLICT OF INTEREST

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There were no declarations of conflict of interest during this meeting.

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## 3. APPROVAL OF FOUNDATION MINUTES

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3.1 Approval of the NPCF Board of Directors Meeting Minutes dated April 6, 2023

3.2 Approval of the NPCF Board of Directors Closed Session Meeting Minutes dated April 6, 2023 -This item was provided under separate cover to remain private and confidential.

**Resolution No. BOD-18-23:**

Moved by: Member Balsom

Seconded by: Member Cridland

**THAT** the minutes of the NPCF Board of Directors Meeting dated April 6, 2023 **BE ADOPTED.**

**CARRIED**

**Resolution No. BOD-19-23:**

Moved by: Member Cridland

Seconded by: Member Balsom

**THAT** the minutes of the closed session minutes of the NPCF Board of Directors Meeting dated April 6, 2023 to remain private and confidential.

**CARRIED**

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## 4. COMMENTS FROM THE CHAIR

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In the absence of the Chair, Vice Chair Greenwood offered brief comment.

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## 5. COMMENTS FROM NPCA CHIEF ADMINISTRATIVE OFFICER

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C.A.O. Sharma introduced Jeff Sinibaldi, the new NPCA Manager of Strategic Business Planning and Public Relations who spoke on upcoming planned turtle release, and participation in the Wonders of Wood event with Marv Ens over the long weekend. The C.A.O. spoke briefly on prospects for fundraising.

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## 6. CORRESPONDENCE

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There was no Correspondence at this Meeting.

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## 7. DEPUTATIONS AND PRESENTATIONS

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There were no Deputations or Presentations at this Meeting.

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## 8. ITEMS FOR INFORMATION

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There were no Items for Information at this Meeting.

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## 9. DISCUSSION ITEMS

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9.1 Update on Member Recruitment – Member Cridland introduced the item and spoke on the interview process with Vice Chair Greenwood offering additional comment.

**Resolution No. BOD-20-23:**

Moved by: Member Cridland

Seconded by: Member Balsom

**THAT** Brett Harrington and Doug Wilson **BE APPOINTED** to the Board of Directors for the 2023-2026 term of office.

**CARRIED**

9.2 Development and Donor Relations Officer Update (Verbal) - C.A.O. Sharma spoke on the recruitment process and indicated that a candidate had been selected. It was requested that approval to hire of the recommended candidate occur in a closed session to allow the successful individual to thereafter provide notification to his/her current employer prior to any ensuing public announcement. The matter was subsequently referred to the closed session.

9.3 Scheduling of the Annual General Meeting (Verbal) – The Membership discussed prospective dates.

**Resolution No. BOD-21-23:**

Moved by: Member Huson

Seconded by: Member Balsom

**THAT** the Annual General Meeting for the NPCF Board of Directors Meeting **BE SCHEDULED** for 10:00 a.m. on June 29, 2023 in an electronic only format.

**CARRIED**

9.4 Review of the Administrative By-Law - This document was provided under separate cover for review. Lengthy discussion ensued with direction to staff on specific revisions and updates to the by-law.

**Resolution No. BOD-22-23:**

Moved by: Member Cridland

Seconded by: Member Huson

1. **THAT** suggested revisions to the Administrative By-Law **BE RECEIVED** for Board input and discussion.

2. **AND THAT** the revisions to the Administrative By-law as discussed **BE PRESENTED** at the Annual General Meeting for formal adoption.

**CARRIED**

9.5 Year-End Financial Update and Draft Budget – Lise Gagnon, Director, Corporate Services, NPCF Assistant Treasurer presented additional documentation and presented the year-end financials and draft 2023 budget items.

**Resolution No. BOD-23-23:**

Moved by: Member Balsom

Seconded by: Member Cridland

1. **THAT** the Year-end Financial update be **RE RECEIVED**.
2. **AND FURTHER THAT** the revised Draft 2023 Budget **BE RECEIVED** as presented at the meeting **BE RECEIVED** and **APPROVED**.

**CARRIED**

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## 10. NEW BUSINESS

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Fundraising strategies and specific donor opportunities and priorities were discussed in detail. The urgency and approach to the donors were deliberated. The staff were directed to prepare and present a fundraising package to outline strategy and action for the Annual General Meeting.

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## 11. CLOSED SESSION

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**Resolution No. BOD-24-23:**

Moved by: Member Balsom

Seconded by: Member Cridland

**THAT** the meeting of the Niagara Peninsula conservation Foundation **PROCEED** into closed session at 1:15 p.m. to discuss personal matters about identifiable individuals relating to recruitment of Development and Donor Relations Officer.

**CARRIED**

**Resolution No. BOD-25-23:**

Moved by: Member Balsom

Seconded by: Member Cridland

**THAT** the closed session **BE ADJOURNED** at 1:17 p.m. and staff **BE INSTRUCTED** to proceed as directed in closed session.

**CARRIED**

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## 12. ADJOURNMENT

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The Chair called the meeting adjourned at 1:18 p.m..